

## Strategic Initiatives and Technology Committee Charter

1. *Members.* The Committee shall consist of at least three independent directors, including an independent chair. Committee members shall be appointed by the Board upon recommendation by the Nominating and Corporate Governance Committee and may be removed by the Board in its discretion. An "independent director" is a director who satisfies the independence standards adopted by the Board as set forth in the Fannie Mae Corporate Governance Guidelines and 12 C.F.R. § 1239.20(a)(2), which requires the standard of independence defined under the New York Stock Exchange rules, as determined by the Board.

2. *Duties to the Conservator.* The directors of Fannie Mae serve on behalf of the Federal Housing Finance Agency, as Conservator of Fannie Mae, and shall exercise authority as directed by the Conservator. The Committee shall consult with and obtain approval of the Conservator before taking those actions indicated in Section 5 below as being subject to the Conservator's approval and shall otherwise consult with the Conservator as appropriate.

3. *Purpose, duties and responsibilities of the Committee.* The purpose of the Committee shall be to assist the Board in overseeing the Company's technology strategy and execution. Among its duties and responsibilities, the Committee shall:

- i. Oversee the Company's technology strategy, planning, prioritization and implementation of initiatives that are critical to the Company's advancement of its Strategic Plan, including those related to FHFA's Scorecard, exiting Conservatorship and the Company's Digital Transformation.
- ii. Monitor and evaluate existing and emerging trends in technology that may affect the Company's strategic position, including technology ventures, alliances and partnerships within the housing ecosystem.

For the avoidance of doubt, notwithstanding anything in this charter, each other committee of the Board shall continue to have the responsibilities and duties as provided in its respective charter.

4. *Annual Review.* The Committee will annually evaluate the performance of the Committee and the adequacy of its charter.

5. *Outside advisors.* Subject to the Conservator's approval, the Committee shall have the authority to retain and terminate such outside counsel as it determines appropriate to assist it in the full performance of its functions. The Committee shall also have sole authority to retain and terminate such other experts and advisors as it deems appropriate to assist it in the full performance of its functions and approve any such experts' or advisors' fees and other retention terms. The Company shall provide for appropriate funding, as determined by the Committee, for payment of compensation to any advisor retained by the Committee.

6. *Meetings.* The Committee shall meet as often as may be deemed necessary or appropriate in its judgment, but not less than four times per year, either in person or telephonically, and at such times and places as the Committee shall determine. The Committee shall make regular reports to the Board on its activities and make recommendations as appropriate. These reports will generally occur after each Committee meeting or at such other times as the Committee deems appropriate.

7. *Subcommittees.* In its discretion, the Committee may establish and delegate responsibilities to subcommittees consisting of one or more members, who shall report on their activities to the Committee.

*Charter Last Approved: February 6, 2020*